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5 *Attorney for Plaintiffs and the Proposed Class*

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8 **UNITED STATES DISTRICT COURT**  
9 **SOUTHERN DISTRICT OF CALIFORNIA**

10 MATT PASQUINELLI and BRYAN  
11 PAYSEN, Individually and on Behalf of  
All Others Similarly Situated,

12 Plaintiffs,

13 v.

14 HUMBL, LLC, BRIAN FOOTE,  
15 JEFFREY HINSHAW, and GEORGE  
SHARP,

16 Defendants.

Case No. '22CV0723 AJB BLM

**CLASS ACTION COMPLAINT  
FOR VIOLATIONS OF THE  
FEDERAL SECURITIES LAWS**

DEMAND FOR JURY TRIAL

1 Plaintiffs Matt Pasquinelli and Bryan Paysen (“Plaintiffs”), individually and  
2 on behalf of all others similarly situated, bring this Class Action Complaint  
3 (“Complaint”) against HUMBL LLC (“HUMBL” or the “Company”), its Chief  
4 Executive Officer, Brian Foote, its Chief Financial Officer, Jeffrey Hinshaw, and  
5 its Capital Markets Advisor, George Sharp (together with HUMBL, the  
6 “Defendants”). The following allegations are based upon personal knowledge as  
7 to Plaintiffs’ own acts, upon investigation by Plaintiffs’ counsel, and upon  
8 information and belief where facts are solely in possession of Defendants.

9 **NATURE OF THE CASE**

10 1. This is a federal securities class action on behalf of a class consisting  
11 of all persons and entities other than Defendants that purchased or otherwise  
12 acquired HUMBL common stock and/or the unregistered HUMBL ETX securities  
13 between November 21, 2020 and the filing of this action, both dates inclusive (the  
14 “Class Period”), seeking to recover damages caused by Defendants’ violations of  
15 the federal securities laws and to pursue remedies under Sections 10(b) and 20(a)  
16 of the Securities Exchange Act of 1934 (the “Exchange Act”) and Rule 10b-5  
17 promulgated thereunder, and Sections 5 and 12(a)(1) of the Securities Act of 1933  
18 against the Company and certain of its top officials.

19 2. Throughout the Class Period, Defendants made materially false and  
20 misleading statements regarding the Company’s business and operations.  
21 Specifically, Defendants made false and/or misleading statements and/or failed to  
22 disclose (1) that the HUMBL Pay App did not have even the basic functionality  
23 that it promised investors; and (2) that several of its hyped international business  
24 partnerships had a very low chance of contributing material revenues to the  
25 Company’s bottom line. As a result, the Company’s public statements were  
26 materially false and misleading at all relevant times.

27 3. Defendants also sold a series of highly speculative unregistered  
28 securities called BLOCK Exchange Traded Index (“ETXs”) products. These

1 products purported to “simplify digital asset investing” for customers seeking  
 2 exposure to cryptocurrency investments. Instead, they were unregistered securities  
 3 that were collateralized by a variety of highly speculative and risky digital assets.

4 4. As a result of Defendants’ wrongful acts and omissions, and the  
 5 precipitous decline in the market value of the Company’s securities, Plaintiffs and  
 6 other Class members have suffered significant losses and damages.

### 7 **JURISDICTION AND VENUE**

8 5. The claims asserted herein arise under and pursuant to Sections 10(b)  
 9 and 20(a) of the Exchange Act (15 U.S.C. §§78j(b) and 78t(a)) and Rule 10b-5  
 10 promulgated thereunder by the SEC (17 C.F.R. §240.10b-5).

11 6. This Court has jurisdiction over the subject matter of this action  
 12 pursuant to 28 U.S.C. §1331 and Section 27 of the Exchange Act.

13 7. Venue is proper in this Judicial District pursuant to Section 27 of the  
 14 Exchange Act (15 U.S.C. §78aa) and 28 U.S.C. §1391(b). HUMBL is  
 15 headquartered in this Judicial District, Defendants conduct business in this Judicial  
 16 District, and a significant portion of Defendants’ activities took place within this  
 17 Judicial District.

18 8. In connection with the acts alleged in this complaint, Defendants,  
 19 directly or indirectly, used the means and instrumentalities of interstate commerce,  
 20 including, but not limited to, the mails, interstate telephone communications, and  
 21 the facilities of the national securities markets.

### 22 **PARTIES**

#### 23 ***Plaintiffs***

24 9. Plaintiffs, as set forth in the attached Certifications, acquired HUMBL  
 25 securities, including HUMBL common stock and ETX products, at artificially  
 26 inflated prices during the Class Period and were damaged upon the revelation of  
 27 the alleged corrective disclosures.

1           10. Plaintiff Matt Pasquinelli is a resident and citizen of Pennsylvania,  
2 living in Canonsburg, Pennsylvania. Plaintiff Pasquinelli purchased HUMBL  
3 common stock as well as unregistered BLOCK ETX securities and suffered  
4 investment losses as a result of Defendants' conduct.

5           11. Plaintiff Bryan Paysen is a resident and citizen of Texas, living in  
6 Round Rock, Texas. Plaintiff Paysen purchased HUMBL common stock and  
7 suffered investment losses as a result of Defendants' conduct.

8           ***Defendants***

9           12. Defendant HUMBL LLC is a Delaware corporation with its principal  
10 executive offices located at 600 B Street, Suite 300, San Diego, CA 92101. The  
11 Company's common stock trades in OTC under the ticker symbol "HMBL." The  
12 company's unregistered securities, the BLOCK Exchange Traded Index products,  
13 are known as "BLOCK ETXs."

14           13. Defendant Bryan Foote ("Foote") is a resident and citizen of  
15 California, living in San Diego, California. Foote has served as HUMBL's CEO at  
16 all relevant times.

17           14. Defendant Jeffrey Hinshaw ("Hinshaw") is a resident and citizen of  
18 California, living in San Diego, California. Hinshaw has served as HUMBL's  
19 Chief Financial Officer at all relevant times.

20           15. Defendant George Sharp ("Sharp") is a resident and citizen of  
21 Arizona, living in Scottsdale, Arizona. Sharp previously served as an advisor to  
22 HUMBL and currently serves as Capital Markets Advisor.

23           16. Defendants Foote, Hinshaw, and Sharp are sometimes referred to  
24 herein as "Individual Defendants."

25           17. The Individual Defendants possessed the power and authority to  
26 control the contents of HUMBL's SEC filings, press releases, and other market  
27 communications. The Individual Defendants were provided with copies of  
28 HUMBL's SEC filings and press releases alleged herein to be misleading prior to

1 or shortly after their issuance and had the ability and opportunity to prevent their  
 2 issuance or to cause them to be corrected. Because of their positions with  
 3 HUMBL, and their access to material information available to them but not to the  
 4 public, the Individual Defendants knew that the adverse facts specified herein had  
 5 not been disclosed to and were being concealed from the public, and that the  
 6 positive representations being made were then materially false and misleading.  
 7 The Individual Defendants are liable for the false statements and omissions  
 8 pleaded herein.

### 9 **FACTUAL ALLEGATIONS**

#### 10 **The Company Background**

11 18. HUMBL is a mobile financial services company based in San Diego,  
 12 California. HUMBL states that its mission is to help companies and businesses  
 13 rapidly migrate to the digital economy. The Company describes itself as a “Web 3,  
 14 digital commerce platform” that offers the following “three interconnected product  
 15 verticals”: (1) HUMBL Pay (“A mobile app that allows peers, consumers and  
 16 merchants to connect in the digital economy.”); (2) HUMBL Marketplace (“A  
 17 mobile marketplace that allows consumers and merchants to connect more  
 18 seamlessly in the digital economy.”); and (3) HUMBL Financial (“Financial  
 19 products and services, targeted for simplified investing on the blockchain.”).<sup>1</sup>

20 19. In its go-public presentation, HUMBL compared HUMBL’s role in  
 21 the development of Web 3 to the role of Apple and Amazon in the development of  
 22 computing and the internet.

23 20. After issuing several press releases setting forth a roadmap for its  
 24 future, HUMBL went public in late 2020 when it engaged in an opaque reverse  
 25 merger transaction whereby it merged with a dormant flooring products business.  
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27 <sup>1</sup>

28 <https://www.sec.gov/Archives/edgar/data/0001119190/000149315221030031/forms-1.htm> (last visited May 18, 2022).

1           21. In the following weeks and months, the Company's market  
2 capitalization peaked at approximately \$50 billion on a fully diluted basis on the  
3 back of extreme hype generated by Defendants' bullish statements regarding  
4 HUMBL's business prospects.

5           **Defendants Make Materially False Statements**

6           22. Leading up to HUMBL going public, the Company issued a series of  
7 press releases touting the Company's global reach and ability to disrupt traditional  
8 industries like payments and banking.

9           23. For example, on March 20, 2020, HUMBL issued a press release  
10 entitled "HUMBL Partners With Digital India Payments (DIPL) To Enter India  
11 Market." In that press release, the Company announced a deal with Digital India  
12 Payments, a company that processes payments for 30,000 merchants in India,  
13 Nepal, Bangladesh, Maldives, Myanmar, and Sri Lanka. In announcing the deal,  
14 Defendant Foote was quoted as saying "We look forward to putting HUMBL  
15 technologies to work for 1.4 billion India customers" and HUMBL noted that it  
16 would offer "walk-in services to customers, such as cash pickup, foreign exchange,  
17 fair lending, bill payments, pre-paid cards, store credits, travel bookings, internet  
18 and cell phone minutes from local merchant ('agent') locations."

19           24. On April 3, 2020, HUMBL issued a press release entitled "HUMBL  
20 and One Kiosk Team Up On Africa Home Delivery Network" in which the  
21 Company announced a deal with Nigerian-based One Kiosk, a company that brings  
22 together merchants and online delivery services. One Kiosk's CEO stated at the  
23 time that his company had seen a boom in online ordering due to the COVID-19  
24 pandemic and he believed an ability to pair the company's service with HUMBL's  
25 financial services would be a "powerful economic driver." Defendant Foote stated  
26 that HUMBL would use its platform to help local small businesses compete with  
27 larger companies, noting that "HUMBL helps them get in the game against big box  
28 competitors."

25. On November 12, 2020, HUMBL announced a reverse merger with Tesoro Enterprises, Inc., which allowed it to become a publicly traded company. In an all-stock transaction, the members of HUMBL received preferred shares of Tesoro in exchange for their HUMBL holdings. In announcing the merger, a press release stated:

HUMBL has designed a mobile wallet (HUMBL) and merchant software (HUMBL Hub), that help primarily cash economies migrate to digital money services across key vertical markets, such as: government, banking, wireless carriers and merchant services. HUMBL's global money platform will deliver up to 50% estimated savings on transactions such as: sending, receiving, lending, borrowing, investing money and paying bills.

26. The November 12, 2020, press release announcing the reverse merger omitted material facts from investors. For example, the press release only stated that Defendant Foote had acquired "the control block of voting shares" as well as "a significant number of common shares."

27. The day after the merger announcement, the Company issued a press release stating that Defendant Foote had "retired" 551 million shares without consideration, significantly lowering the overall share count.

28. Shortly thereafter on November 17, 2020, HUMBL issued another press release announcing that Defendant Foote would "lock up" an additional 318 million common shares. The press release stated:

Tesoro Enterprises, Inc. (OTC Pink: TSNP) ("Tesoro") announced today that the company's CEO and President, Brian Foote, has agreed to convert over 318 million shares recently purchased by him out of the retail market to a new class of Preferred shares.

The conversion will be transacted following the imminent completion of the merger between Tesoro and HUMBL LLC, which will coincide with the redomiciling of the corporation to Delaware.

Upon completion of the conversion, Tesoro's issued and outstanding number of common shares will have been reduced by over 860 million shares since Mr. Foote became President of Tesoro.

The company does not anticipate that the number of common shares outstanding will increase during the remainder of 2020 and throughout 2021.



1           29. On November 24, 2020, HUMBL issued a press release entitled  
2 “HUMBL Partners with Cyberbeat to Expand into Asia Pacific and Pan-India  
3 Vertical Markets” which announced that the Singapore-based company, Cyberbeat,  
4 was making a strategic investment into HUMBL. The release brags that Cyberbeat  
5 is “a leading digital payments and financial technologies company led by veteran  
6 digital payment industry executives of the Asia Pacific region” and that Cyberbeat  
7 “gains the non-exclusive rights to sell, distribute and deploy HUMBL and  
8 HUMBL Hubs technologies into key verticals in the Asia Pacific in calendar year  
9 2021 and beyond.” HUMBL noted that the Company viewed the deal as an  
10 “opportunity to establish this global relationship with a proven winner in the Asia  
11 Pacific region[.]”

12           30. On December 1, 2020, HUMBL issued a press release entitled  
13 “HUMBL Mobile App and HUMBL Hub Merchant Solutions Deliver Successful  
14 Pilot Transactions Between United States and Mexico.” In this release, HUMBL  
15 announced a purportedly successful pilot project with merchants in Mexico and  
16 quoted a tour operator named Fernando Cuevas who noted that HUMBL “makes  
17 life easier for me, my business and my customers here in Mexico” and that  
18 HUMBL’s digital payments “enables my customers to spend more time enjoying  
19 their trips, and less time seeking out ATM’s and cash payment options everywhere  
20 we go.”

21           31. The reverse merger closed on December 3, 2020. The reverse merger  
22 was shepherded by OTC investor Defendant George Sharp, who described himself  
23 during HUMBL’s debut webcast as “an advocate for shareholder rights and  
24 honesty in the OTC.”

25           32. In the December 9, 2020, conference call with investors, a shareholder  
26 inquired what had been built on the Pay App. Defendant Foote falsely stated that  
27 “Right now, in the barn, we have – send money, request money, exchange money,  
28 stable coins.”



1           33. Also on the December 9, 2020 conference call, Defendant Foote  
2 explained that one reason that HUMBL is based in San Diego is the proximity to  
3 the Mexican market, stating that “Part of the reason our business was born here is  
4 the majority of merchants in Mexico are in cash still, like physical paper bills and  
5 coins.” Foote falsely stated that the Company was surprised by the strong demand  
6 for the app in Mexico, noting that “I challenged our Mexico sales team. I said  
7 ‘OK. Go sign up 100 merchants in a week.’ They came back with 300 merchants  
8 in three days.”

9           34. On December 9, 2020, HUMBL posted a video to its website called  
10 “A Borderless Day in Baja” which featured a group of visitors touring Mexico with  
11 tour guide Cuevas, using HUMBL to pay merchants and transfer money to each  
12 other.

13           35. On January 22, 2021, in a letter to shareholders, Defendant Foote told  
14 investors that the Company had secured “our first of multiple option payments on  
15 the distribution rights deal in Oceania region” with “plans to enter the region with  
16 this group.” It was later announced that an Australian entity called Tuigamala  
17 Group Pty Ltd. (“TGP”) had paid \$600,000 in December for an option to purchase  
18 territory rights, with plans to invest an aggregate \$15 million. The \$600,000  
19 payment also granted TGP 12.5 million warrants at \$1 each.

20           36. In response to the Company’s international partnership  
21 announcements, the stock price soared, reaching its peak price of \$6.84 on  
22 February 8, 2021.

23           37. On February 25, 2021, HUMBL took advantage of the inflated stock  
24 price to announce that FINRA processed recent corporate actions, including the  
25 name change from Tesoro to HUMBL, and that the Company executed a one for  
26 four reverse split of its common stock and made other changes to its share  
27 structure. HUMBL’s COO and Corporate Secretary, Jeffrey Hinshaw, stated:

28           The company’s Board of Directors concluded that it was important to  
quell the volatility in the share price. Prospective investors and

1 current shareholders were concerned that it was difficult to pinpoint  
2 the true value of the common shares. Furthermore, this will force any  
3 outstanding short positions to cover their position. The board was  
4 also sympathetic to the need not to wipe out the holdings of the  
5 shareholders, and therefore determined that this small reverse split  
6 would satisfy both requirements.

7 38. Thereafter Defendant Sharp attempted to downplay the concern  
8 shareholders expressed about the corporate action and assuage those who were  
9 concerned about potential dilution, stating: “If you’re worried about dilution, don’t  
10 be.” Sharp also told investors that he was doing them a favor by being opaque  
11 about the Company’s actions, such as the surprise reverse stock split, stating, “I  
12 have made the conscious decision that we were not going to tell you . . .”

13 39. The price of HUMBL stock declined following the announcement of  
14 the reverse split, but the downplaying of the potential dilution by the Company and  
15 Defendant Sharp, coupled with a continued string of announcements about  
16 HUMBL’s international partnerships and growth prospects, kept the stock price  
17 artificially inflated.

18 40. For example, on March 16, 2021, HUMBL issued a press release  
19 entitled “HUMBL, Inc. Announces Aurea Group Ventures Investment and  
20 Partnership for Exclusive Chile Country Rights” which announced an international  
21 deal with a Chilean entity named the Aurea Group. The release noted that the  
22 partners are “already underway on HUMBL Latin America business development  
23 discussions in key verticals such as: banking, merchant and financial services, real  
24 estate, hospitality, tourism, sports, festivals, entertainment and ticketing services in  
25 the region.”

26 41. On April 1, 2021, HUMBL issued a press release entitled “HUMBL  
27 Announces Launch of BLOCK Exchange Traded Index (ETX) Products in the  
28 United States.” This release stated:

HUMBL, Inc. (OTCMARKETS: HMBL) announced today the  
planned availability of its BLOCK Exchange Traded Index (ETXs)  
products to United States customers beginning on April 2, 2021.

1 HUMBL Financial™ created its BLOCK ETX products to simplify  
2 digital asset investing for customers and institutions seeking exposure  
to a new, 24/7 digital asset class.

3 HUMBL Financial has developed proprietary, multi-factor blockchain  
4 indexes, trading algorithms and financial services for the new digital  
asset trading markets.

5 BLOCK ETXs comprise over 20,000 lines of proprietary code and are  
6 architected across index, active and thematic investment strategies.

7 BLOCK ETXs are completely non-custodial, algorithmically driven  
8 software services that allow customers to purchase and hold digital  
assets in pre-set allocations through their own digital asset exchange  
accounts.

9 BLOCK ETXs will be compatible for United States customers who  
10 have accounts with Coinbase Pro, Bittrex US or Binance US.

11 BLOCK ETXs are also available to non-US customers who have  
accounts with Bittrex Global.

12 BLOCK ETXs will be served first on the desktop and web version of  
13 the HUMBL platform, with the goal of future applications inside the  
HUMBL Mobile Application.

14 HUMBL Financial is open to the licensing of the BLOCK ETXs to  
15 institutions and exchanges.

16 HUMBL Financial also plans to offer trusted, third party financial  
17 services in areas such as payments, investments, credit card services  
and lending across the HUMBL platform over time.

18 42. On April 16, 2021, HUMBL issued a press release announcing the  
19 launch of its Pay App. The press release stated that the app will “allow customers  
20 to discover merchants; as well as pay, tip, rate and review those same merchants in  
21 contactless transactions.” The press release further noted that the company “has  
22 also integrated ticketing” into the Pay App, to allow customers “to find and  
23 purchase tickets to live events” while highlighting the phased rollout beginning in  
24 the United States and thereafter being launched in several countries throughout the  
25 world.

### 26 **The Truth Begins to Emerge**

27 43. On May 20, 2021, Hindenburg Research published a research report  
28 entitled “HUMBL: Illusions of Grandeur, Collapsing International Deals, And

1 Lurking Dilution” (the “Hindenburg Report”). This report called into serious  
2 question the business and financial prospects of HUMBL.

3 44. For example, the Hindenburg Report stated that despite the previous  
4 statements concerning the working features of the Pay App, basic features were  
5 still not functioning. Researchers with Hindenburg found that there was no way to  
6 send, receive, or request money between users or to even know which users were  
7 on the platform. Furthermore, there was no indication that users could do anything  
8 with stablecoins.

9 45. The Hindenburg Report also analyzed the reviews that the Pay App  
10 received on the Apple App Store. Despite the shortcoming of the functionality, the  
11 app immediately received a suspiciously high number of positive reviews in the  
12 days following the launch. In the following weeks, however, the number of Apple  
13 App Store reviews plummeted, trickling off to zero new reviews in the weeks  
14 following the launch, indicating coordinated efforts to influence perceptions  
15 around the app.

16 46. For example, the Hindenburg Report highlighted a five-star review  
17 praising the app’s ability to “send money back and forth between family and  
18 friends” a feature the Hindenburg Report noted that the Pay App was unable to do.  
19 Similarly, another misleading five-star reviewer claimed to be deleting Robinhood,  
20 PayPal, Venmo, and Etsy because the Pay App does everything those apps do,  
21 which was untrue based on the Hindenburg Report’s analysis of the Pay App.

22 47. Despite the press release announcing the Pay App, explaining that  
23 users would be able to “discover merchants; as well as pay, tip, rate and review  
24 those same merchants in contactless transactions” the Hindenburg Report found  
25 that discovering merchants on the system was problematic in that almost all of the  
26 merchants appeared to be in San Diego or New York City. Further, searches for a  
27 region pulled up inaccurate listings, including merchants far outside of the region.  
28 Even if a merchant could be successfully located, the vast majority of the

1 merchants just didn't accept HUMBL. The Hindenburg Report noted that out of  
2 200 merchant listings on HUMBL Pay, just nine merchants were identified as  
3 taking payments via the Pay App. When Hindenburg researchers contacted the  
4 supposed HUMBL Pay-accepting merchants, a sampling of responses stated that  
5 they had "never heard of it."

6 48. The Hindenburg Report also called into question the viability of the  
7 HUMBL Marketplace, where merchants can purportedly operate an online  
8 business and accept online payments for their products. These merchants,  
9 however, did not receive payments via HUMBL. Instead, the Hindenburg Report  
10 noted that transactions were being processed by Stripe, one of the largest online  
11 payment processors in the world and a direct competitor to HUMBL.

12 49. With respect to the ETX unregistered securities products, the  
13 Hindenburg Report noted the convoluted process required to access the ETX  
14 products. Although HUMBL boasted that it developed 20,000 lines of proprietary  
15 code to create its trading strategies, the strategies appear to be simple rebalancing  
16 of assets. For example, when Hindenburg researchers signed up for the Block 3  
17 product, its portfolio was 50% BTC, 25% ETH, and 25% Litecoin. Later, the  
18 allocation simply shifted to 50% BTC, 25% Litecoin, and 25% Digibyte.

19 50. With respect to HUMBL's Mexican operations, the Hindenburg  
20 Report noted that, in contrast to Defendant Foote's statements on the December  
21 investor conference call, researchers could not find anywhere near 300 merchants  
22 on HUMBL Pay in Mexico. Using the map feature, Hindenburg researchers  
23 located only 19 merchants in total and identified two as purportedly accepting  
24 HUMBL payments. One merchant was "told that they had the HUMBL system  
25 but had not yet been trained on it" while the other "had never heard of HUMBL[.]"

26 51. The Hindenburg Report also called into question the account of the  
27 tour guide, Fernando Cuevas. Although HUMBL announced that HUMBL Pay  
28 had launched in Mexico, when Hindenburg researchers contacted Cuevas, they

1 found that HUMBL's previous statements were inaccurate. Cuevas, who was also  
2 HUMBL's "lead affiliate sales representative in the region" indicated that the app  
3 wasn't ready, and that until modifications were made to the app, no merchants in  
4 Mexico would be able to use it. The Hindenburg Report then noted that Cuevas  
5 quickly deleted his messages and told researchers that he couldn't speak on the  
6 matter further.

7 52. A winery and wine bar featured in the "Borderless Day in Baja" video  
8 contacted by Hindenburg also disavowed the use of HUMBL. All told, the  
9 Hindenburg researchers found no sign that HUMBL was revolutionizing the  
10 payments business in Mexico.

11 53. With respect to the Indian partnership, Hindenburg researchers spoke  
12 with Nayan Raut, the individual listed as the contact in the press release  
13 announcing the deal. He told Hindenburg that the partnership never actually went  
14 ahead, because Digital India Payments' agent network shut down due to the  
15 pandemic. Moreover, Raut noted that there were longer term issues, including that  
16 government regulations in India do not allow a payment platform to charge  
17 merchants or consumers any percentage, significantly hampering HUMBL's  
18 planned business model.

19 54. Summing up the Digital India Payments partnership, the Hindenburg  
20 Report noted succinctly that "beyond the press release, HUMBL's India deal didn't  
21 happen, probably won't happen, and if it somehow did happen, wouldn't make  
22 HUMBL any money due to regulatory hurdles."

23 55. With respect to the One Kiosk partnership in Nigeria, Hindenburg  
24 reached out to Olatunbosun Babatunde, One Kiosk's Chief Technology Officer.  
25 Babatunde, who thanked Hindenburg researchers for the inquiry and revealed that  
26 "HUMBL actually reach[ed] out to us and they wanted One Kiosk to use their  
27 payment system on our platform as a way of entering the African market. But it  
28 never went beyond that."



1           56. As to HUMBL’s Oceania partnership, the Hindenburg Report  
2 disclosed that there was no online or physical evidence of HUMBL’s purported  
3 partner TPG beyond filings with the Australian Securities and Investments  
4 Commission. The entity was created on September 16, 2019, and is owned by  
5 Julius Elisara Tuigamala. Far from having a significant foothold in the region with  
6 a network of merchants or consumers, the company’s principal place of business  
7 simply appears to be Tuigamala’s house in New Zealand.

8           57. HUMBL’s purported “strategic investment” from “proven winner”  
9 Cyberbeat was similarly revealed to be misleading. As the Hindenburg Report  
10 noted, Cyberbeat had only been incorporated in December 2019 and that LinkedIn  
11 only listed two employees, the two directors in local Singapore government filings.  
12 While it is unclear how much Cyberbeat actually invested in HUMBL, Cyberbeat  
13 and its two employees received Series B preferred shares convertible into  
14 15,930,000 HUMBL common shares (valued at approximately \$14M at the time of  
15 the Hindenburg Report’s exposé). Six months following the announcement of the  
16 deal, the Hindenburg Report found no evidence that any specific initiatives or  
17 business had resulted from the purported deal.

18           58. With respect to the Chilean partnership, the Hindenburg Report  
19 detailed that the Aurea Group had only been incorporated for a year before the  
20 HUMBL deal was announced. The Aurea CEO even told Hindenburg researchers  
21 by phone that HUMBL was only “the first company we have formed an alliance  
22 with . . . .” Similarly, the Hindenburg Report noted that HUMBL had yet to  
23 articulate an actionable strategy for partnering in Chile with a technology or  
24 payment company.

25           59. Following the publication of the Hindenburg Report and the  
26 revelations regarding years of misleading statements by the Company, the price of  
27 HUMBL stock dropped significantly from approximately \$0.98 on May 19, 2021  
28



1 to \$0.76 on May 20, 2021. Moreover, the May 20, 2021 price represented an  
2 88.8% drop from inflated peak price of \$6.84 in February 2021.

3 60. Despite the publication of the Hindenburg Report, the Company  
4 continued to take actions to mislead and damage shareholders. For example, on  
5 October 29, 2021, HUMBL issued a press release entitled “HUMBL Announces  
6 Amendment to Certificate of Incorporation to Institute Preferred B Conversion  
7 Limits.” This press release noted that shareholders who own more than 750 Series  
8 B shares will be subject to limitations on how many Series B shares can be  
9 converted into common stock in any given month from December 2021 through  
10 May 2023. The Series B preferred shares can each be converted into 10,000  
11 common shares. While those who own more than 750 Series B shares were subject  
12 to the limitations, the restrictions did not apply to various shareholders that owned  
13 less than 750 Series B shares each.

14 61. Beginning in December 2021, HUMBL shareholders were subjected  
15 to an extreme amount of dilution as owners of Series B shares began to convert  
16 into common stock. This was the dilution that shareholders were told not to worry  
17 about during the reverse merger transactions. For example, as of December 23,  
18 2021, there were 947.3 million shares of common stock outstanding. By April 25,  
19 2022, there were 1.429 billion shares of common stock outstanding. This was an  
20 increase of over 50% of the outstanding common shares as of December 23, 2021.  
21 The extreme dilution coincided with extremely high transaction volume and a  
22 sharp drop in the price of HUMBL common stock. As of December 23, 2021, the  
23 stock price was approximately \$0.39 per share; by April 25, 2022, the price had  
24 dropped all the way to \$0.11 on high volume throughout the period.

25 62. On February 14, 2022, HUMBL issued a press release entitled  
26 “HUMBL Suspends BLOCK ETX Subscription Products” whereby it announced  
27 that it was suspending the ETX subscription program. Defendant Foote stated,  
28 “We do not believe that our non-custodial, algorithmically driven, software-as-a-

1 service- BLOCK ETX subscription products are securities, nor that the underlying  
 2 digital assets are securities” adding that “after additional dialogue with the SEC  
 3 surrounding our S-1 filing, we’ve determined this is the best path forward in the  
 4 approval process.”

5 63. As of the filing of this complaint, the price of HUMBL common stock  
 6 has not recovered.

### 7 **The BLOCK ETX Products Are Securities**

8 64. Under Section 2(a)(1) of the Securities Act, a “security” is defined to  
 9 include an “investment contract.” 15 U.S.C. §77b(a)(1). An investment contract is  
 10 “an investment of money in a common enterprise with profits to come solely from  
 11 the efforts of others.” *S.E.C. v. W.J. Howey Co.*, 328 U.S. 293, 301 (1946).  
 12 Specifically, a transaction qualifies as an investment contract and, thus, a security  
 13 if it is: (1) an investment; (2) in a common enterprise; (3) with a reasonable  
 14 expectation of profits; and (4) to be derived from the entrepreneurial or managerial  
 15 efforts of others. *See United Housing Foundation, Inc. v. Forman*, 421 U.S. 837,  
 16 852-53 (1975). This definition embodies a “flexible rather than a static principle,  
 17 one that is capable of adaptation to meet the countless and variable schemes  
 18 devised by those who seek the use of the money of others on the promise of  
 19 profits,” and thereby “permits the fulfillment of the statutory purpose of  
 20 compelling full and fair disclosure relative to the issuance of ‘the many types of  
 21 instruments that in our commercial world fall within the ordinary concept of a  
 22 security.’” *W.J. Howey Co.*, 328 U.S. at 299. Accordingly, in analyzing whether  
 23 something is a security, “form should be disregarded for substance,” and the  
 24 emphasis should be “on economic realities underlying a transaction, and not on the  
 25 name appended thereto.” *Forman*, 421 U.S. at 849.

26 65. Investors who bought BLOCK ETX products invested money or other  
 27 valuable consideration in a common enterprise. Investors had a reasonable  
 28

1 expectation of profit based upon the efforts of the Defendants, including, among  
2 other things, Defendants' proprietary trading codes.

3 66. Class members invested fiat, including U.S. dollars, and digital  
4 currencies, such as Bitcoin and Ethereum, to purchase BLOCK ETX products.

5 67. Defendants sold BLOCK ETX products to the general public through  
6 the HUMBL website.

7 68. Every purchase of BLOCK ETX products by a member of the public  
8 is an investment contract.

9 69. Additionally, investors were passive participants in the BLOCK ETX  
10 products' rebalancing and the profits of each Plaintiff and the Class were  
11 intertwined with those of Defendants.

12 70. Defendants also were responsible for supporting the BLOCK ETX  
13 products and its code.

14 71. Investors in the BLOCK ETX products made their investment with a  
15 reasonable expectation of profits.

16 72. Investors' profits in the BLOCK ETX tokens were to be derived from  
17 the managerial efforts of others – specifically the HUMBL, HUMBL Finance, and  
18 any HUMBL personnel responsible for the proprietary trading codes. BLOCK  
19 ETX investors relied on the managerial and entrepreneurial efforts of HUMBL, the  
20 Defendants, and others to manage, oversee, and/or develop the BLOCK ETX  
21 program.

## 22 **CLASS ALLEGATIONS**

23 73. Plaintiffs bring this action, individually, and on behalf of nationwide  
24 classes, pursuant to Federal Rules of Civil Procedure 23(a), 23(b)(2), and/or  
25 23(b)(3), defined as follows:

26 All persons who, during the Class Period, purchased HUMBL  
27 securities were subsequently damaged thereby.

28 [and]

1 All persons who, during the Class Period, purchased HUMBL  
2 BLOCK ETX products and who were subsequently damaged thereby.

3 74. The Class Period is defined as the period between November 12, 2020  
4 and the date of this filing.<sup>2</sup>

5 75. Excluded from the Classes are: (a) Defendants; (b) Defendants'  
6 affiliates, agents, employees, officers and directors; (c) Plaintiffs' counsel and  
7 Defendants' counsel; and (d) the judge assigned to this matter, the judge's staff,  
8 and any member of the judge's immediate family. Plaintiffs reserve the right to  
9 modify, change, or expand the various class definitions set forth above, based on  
10 discovery and further investigation.

11 76. **Numerosity**: Upon information and belief, the Classes are so  
12 numerous that joinder of all members is impracticable. While the exact number  
13 and identity of individual members of the Classes is currently unknown, such  
14 information being in the sole possession of HUMBL and/or third parties and  
15 obtainable by Plaintiffs only through the discovery process, Plaintiffs believe, and  
16 on that basis allege, that the Classes consists of at least hundreds of people. The  
17 number of Class members can be determined based on HUMBL's and other third  
18 party's records.

19 77. **Commonality**: Common questions of law and fact exist as to all  
20 members of the Classes. These questions predominate over questions affecting  
21 individual Class members. These common legal and factual questions include, but  
22 are not limited to:

- 23 a. whether Defendants made false and misleading statements;  
24 b. whether the BLOCK ETX products are securities under the Securities  
25 Act;  
26

27  
28 <sup>2</sup> Plaintiffs reserve the right to expand or amend the Class Period based on  
discovery produced in this matter.

- c. whether the sale of BLOCK ETX products violates the registration requirements of the Securities Act;
- d. whether Defendants improperly and misleadingly marketed BLOCK ETX products; and
- e. whether Plaintiffs and Class members have suffered damages, and, if so, the nature and extent of those damages.

78. **Typicality**: Plaintiffs have the same interest in this matter as all Class members, and Plaintiffs' claims arise out of the same set of facts and conduct as the claims of all Class members. Plaintiffs' and Class members' claims all arise out of HUMBL's uniform misrepresentations, omissions, and unlawful, unfair, and deceptive acts and practices related to the sale of BLOCK ETX products.

79. **Adequacy**: Plaintiffs have no interest that conflicts with the interests of the Classes and are committed to pursuing this action vigorously. Plaintiffs have retained counsel competent and experienced in complex consumer class action litigation. Accordingly, Plaintiffs and their counsel will fairly and adequately protect the interests of the Classes.

80. **Superiority**: A class action is superior to all other available means of fair and efficient adjudication of the claims of Plaintiffs and members of the Classes. The injury suffered by each individual Class member is relatively small compared to the burden and expense of individual prosecution of the complex and extensive litigation necessitated by the Company's conduct. It would be virtually impossible for individual Class members to effectively redress the wrongs done to them. Even if Class members could afford individualized litigation, the court system could not. Individualized litigation would increase delay and expense to all parties, and to the court system, because of the complex legal and factual issues of this case. Individualized rulings and judgments could result in inconsistent relief for similarly situated individuals. By contrast, the class action device presents far

1 fewer management difficulties, and provides the benefits of single adjudication,  
2 economy of scale, and comprehensive supervision by a single court.

3 81. Defendants have acted or refused to act on grounds generally  
4 applicable to the Class, thereby making appropriate final injunctive relief and  
5 corresponding declaratory relief with respect to the Class as a whole.

6 **PRESUMPTION OF RELIANCE**

7 82. Plaintiffs will rely, in part, upon the presumption of reliance  
8 established by the fraud-on-the-market doctrine in that:

9 (a) Defendants made public misrepresentations or failed to disclose  
10 material facts during the Class Period;

11 (b) the omissions and misrepresentations were material;

12 (c) HUMBL securities are traded in an efficient market;

13 (d) the Company's securities were liquid and traded with moderate  
14 to heavy volume during the Class Period;

15 (e) the Company's securities traded OTC in the United States;

16 (f) the Company was covered by securities analysts;

17 (g) the misrepresentations and omissions alleged would tend to  
18 induce a reasonable investor to misjudge the value of the Company's  
19 securities; and

20 (h) Plaintiffs and members of the Classes purchased, acquired,  
21 and/or sold HUMBL securities between the time the Defendants failed to  
22 disclose or misrepresented material facts and the time the true facts were  
23 disclosed without knowledge of the omitted or misrepresented facts.

24 83. Based upon the foregoing, Plaintiffs and the members of the Classes  
25 are entitled to a presumption of reliance upon the integrity of the market.

26 84. Alternatively, Plaintiffs and the members of the Classes are entitled to  
27 the presumption of reliance established by the Supreme Court in *Affiliated Ute*  
28 *Citizens of Utah v. U.S.*, 406 U.S. 128 (1972), as Defendants omitted material

1 information in their Class Period statements in violation of a duty to disclose such  
2 information, as detailed above.

3 **FIRST CAUSE OF ACTION**

4 **Section 10(b) and Rule 10b-5**  
5 **(Against All Defendants)**

6 85. Plaintiffs restate and reallege all preceding allegations above as if  
7 fully set forth herein.

8 86. This Count is asserted against Defendants and is based upon §10(b) of  
9 the Exchange Act, 15 U.S.C. §78j(b), and Rule 10b-5 promulgated thereunder by  
10 the SEC.

11 87. During the Class Period, Defendants engaged in a plan, scheme,  
12 conspiracy, and course of conduct pursuant to which they knowingly or recklessly  
13 engaged in acts, transactions, practices, and courses of business that operated as a  
14 fraud and deceit upon Plaintiffs and the other members of the Classes; made  
15 various untrue statements of material facts and omitted to state material facts  
16 necessary in order to make the statements made, in light of the circumstances  
17 under which they were made, not misleading; and employed devices, schemes, and  
18 artifices to defraud in connection with the purchase and sale of securities. Such  
19 scheme was intended to, and, throughout the Class Period, did: (i) deceive the  
20 investing public, including Plaintiffs and other Class members, as alleged herein;  
21 (ii) artificially inflate and maintain the market price of HUMBL securities; and (iii)  
22 cause Plaintiffs and other members of the Classes to purchase or otherwise acquire  
23 HUMBL securities at artificially inflated prices. In furtherance of this unlawful  
24 scheme, plan, and course of conduct, Defendants, and each of them, took the  
25 actions set forth herein.

26 88. Pursuant to the above plan, scheme, conspiracy, and course of  
27 conduct, each of the Defendants participated directly or indirectly in the  
28 preparation and/or issuance of the annual reports, SEC filings, press releases, and



1 other statements and documents, as described above, including statements made to  
2 securities analysts and the media, that were designed to influence the market for  
3 HUMBL securities. Such reports, filings, releases, and statements were materially  
4 false and misleading in that they failed to disclose material adverse information  
5 and misrepresented the truth about HUMBL's business and operations.

6 89. By virtue of their positions at HUMBL, Defendants had actual  
7 knowledge of the materially false and misleading statements and material  
8 omissions alleged herein and intended thereby to deceive Plaintiffs and the other  
9 members of the Classes, or, in the alternative, Defendants acted with reckless  
10 disregard for the truth in that they failed or refused to ascertain and disclose such  
11 facts as would reveal the materially false and misleading nature of the statements  
12 made, although such facts were readily available to Defendants. Said acts and  
13 omissions of Defendants were committed willfully or with reckless disregard for  
14 the truth. In addition, each Defendant knew or recklessly disregarded that material  
15 facts were being misrepresented or omitted, as described above.

16 90. Information showing that Defendants acted knowingly or with  
17 reckless disregard for the truth is peculiarly within Defendants' knowledge and  
18 control. As senior managers and/or directors of HUMBL, the Individual  
19 Defendants had knowledge of the details of HUMBL's internal affairs.

20 91. The Individual Defendants are liable both directly and indirectly for  
21 the wrongs complained of herein. Because of their positions of control and  
22 authority, the Individual Defendants were able to, and did, directly or indirectly,  
23 control the content of the statements of HUMBL. As officers and/or directors of a  
24 publicly held company, the Individual Defendants had duties to disseminate  
25 timely, accurate, truthful, and complete information with respect to HUMBL's  
26 businesses, operations, future financial condition, and future prospects. As a result  
27 of the dissemination of the aforementioned false and misleading reports, releases,  
28 and public statements, the market price of HUMBL securities was artificially

1 inflated throughout the Class Period. In ignorance of the adverse facts concerning  
2 HUMBL's business and financial condition, which were concealed by Defendants,  
3 Plaintiffs and other members of the Classes purchased or otherwise acquired  
4 HUMBL securities at artificially inflated prices and relied upon the price of the  
5 securities, the integrity of the market for the securities, and/or statements  
6 disseminated by Defendants, and were damaged thereby.

7       92. During the Class Period, HUMBL securities were traded on an active  
8 and efficient market. Plaintiffs and the other members of the Classes, relying on  
9 the materially false and misleading statements described herein, which the  
10 Defendants made, issued, or caused to be disseminated, or relying upon the  
11 integrity of the market, purchased or otherwise acquired HUMBL securities at  
12 prices artificially inflated by Defendants' wrongful conduct. Had Plaintiffs and the  
13 other members of the Classes known the truth, they would not have purchased or  
14 otherwise acquired said securities, or would not have purchased or otherwise  
15 acquired them at the inflated prices that were paid. At the time of the purchases  
16 and/or acquisitions by Plaintiffs and the Classes, the true value of HUMBL  
17 securities was substantially lower than the prices paid by Plaintiffs and the other  
18 members of the Classes. The market price of HUMBL securities declined sharply  
19 upon public disclosure of the facts alleged herein to the injury of Plaintiffs and  
20 Class members.

21       93. By reason of the conduct alleged herein, Defendants have knowingly  
22 or recklessly, directly or indirectly, violated §10(b) of the Exchange Act and Rule  
23 10b-5 promulgated thereunder.

24       94. As a direct and proximate result of Defendants' wrongful conduct,  
25 Plaintiffs and the other members of the Classes suffered damages in connection  
26 with their respective purchases, acquisitions, and sales of the Company's securities  
27 during the Class Period, upon the disclosure that the Company had been  
28 disseminating misrepresented financial statements to the investing public.

**SECOND CAUSE OF ACTION**

**Violations of §20(a) of the Exchange Act  
(Against the Individual Defendants)**

95. Plaintiffs restate and reallege all preceding allegations above as if fully set forth herein.

96. During the Class Period, Defendants Foote, Sharp, and Hinshaw participated in the operation and management of HUMBL and conducted and participated, directly and indirectly, in the conduct of HUMBL's business affairs. Because of their senior positions, the Individual Defendants knew the adverse non-public information about HUMBL's current financial position and future business prospects.

97. As officers and/or directors of a publicly owned company, the Individual Defendants had duties to disseminate accurate and truthful information, with respect to HUMBL's business practices, and promptly correct any public statements issued by HUMBL that had become materially false or misleading.

98. Because of their positions of control and authority as senior directors or officers and executive team members, the Individual Defendants were able to, and did, control the contents of the various reports, press releases, and public filings that HUMBL disseminated in the marketplace during the Class Period concerning the Company's business, operational, and accounting policies. Throughout the Class Period, the Individual Defendants exercised their power and authority to cause HUMBL to engage in the wrongful acts complained of herein. The Individual Defendants, therefore, were "controlling persons" of HUMBL within the meaning of §20(a) of the Exchange Act. In this capacity, the Individual Defendants participated in the unlawful conduct alleged herein that artificially inflated the market price of HUMBL securities.

99. The Individual Defendants, therefore, acted as controlling persons of HUMBL. By reason of their senior management positions and/or being directors

1 of HUMBL, the Individual Defendants had the power to direct the actions of, and  
2 exercised the same to cause HUMBL to engage in the unlawful acts and conduct  
3 complained of herein. The Individual Defendants exercised control over the  
4 general operations of HUMBL and possessed the power to control the specific  
5 activities that comprise the primary violations about which Plaintiffs and the other  
6 members of the Classes complain.

7 100. By reason of the above conduct, Defendants Foote, Sharp, and  
8 Hinshaw are liable pursuant to §20(a) of the Exchange Act for the violations  
9 committed by HUMBL.

### 10 **THIRD CAUSE OF ACTION**

#### 11 **Unregistered Offering and Sale of Securities in Violation of** 12 **Sections 5 and 12(a)(1) of the Securities Act** **(Against All Defendants)**

13 101. Plaintiffs restate and reallege all preceding allegations above as if  
14 fully set forth herein.

15 102. Defendants, and each of them, by engaging in the conduct described  
16 above, directly or indirectly, made use of means or instruments of transportation or  
17 communication in interstate commerce or of the mails, to offer to sell or to sell  
18 securities, or to carry or cause such securities to be carried through the mails or in  
19 interstate commerce for the purpose of sale or for delivery after sale.

20 103. BLOCK ETX products are securities within the meaning of Section  
21 2(a)(1) of the Securities Act, 15 U.S.C. §77b(a)(1).

22 104. Plaintiff Pasquinelli and members of the Classes purchased BLOCK  
23 ETX securities.

24 105. No registration statements have been filed with the SEC or have been  
25 in effect with respect to any of the offerings alleged herein. No exemption to the  
26 registration requirement applies.

27 106. SEC Rule 159A provides that, for purposes of Section 12(a)(2), an  
28 “issuer” in “a primary offering of securities” shall be considered a statutory seller.

1 17 C.F.R. §230.159A(a). The Securities Act, in turn, defines “issuer” to include  
2 every person who issues or proposes to issue any security. 15 U.S.C. §77b(a)(4).  
3 HUMBL is an issuer of BLOCK ETXs.

4 107. The U.S. Supreme Court has held that statutory sellers under  
5 §12(a)(1) also include “the buyer’s immediate seller” and any person who actively  
6 solicited the sale of the securities to plaintiff and did so for financial gain. *See*  
7 *Pinter v. Dahl*, 486 U.S. 622, 644 n.21 & 647 (1988); *accord, e.g., Steed Finance*  
8 *LDC v. Nomura Sec. Int’l, Inc.*, No. 00 Civ. 8058, 2001 WL 1111508, at \*7  
9 (S.D.N.Y. Sept. 20, 2001). That is, §12(a)(1) liability extends to sellers who  
10 actively solicit the sale of securities with a motivation to serve their own financial  
11 interest or those of the securities owner. *Dahl*, 486 U.S. at 647; *Capri v. Murphy*,  
12 856 F.2d 473, 478 (2d Cir. 1988). HUMBL and the Individual Defendants are all  
13 statutory sellers.

14 108. By reason of the foregoing, each of the Defendants have violated  
15 Sections 5(a), 5(c), and 12(a) of the Securities Act, 15 U.S.C. §§77e(a), 77e(c), and  
16 77l(a).

17 109. As a direct and proximate result of Defendants’ unregistered sale of  
18 securities, Plaintiffs and the Classes have suffered damages in connection with  
19 their BLOCK ETX purchases.

#### 20 **PRAYER FOR RELIEF**

21 WHEREFORE, Plaintiffs, individually, and on behalf of all others similarly  
22 situated, respectfully request that this Court:

23 A. Determine that the claims alleged herein may be maintained as a class  
24 action under Rule 23 of the Federal Rules of Civil Procedure and issue an order  
25 certifying one or more of the Classes defined above;

26 B. Appoint Plaintiffs as representatives of the Classes and their counsel  
27 as Class counsel;

1 C. Declare that the Company and Individual Defendants made false and  
2 misleading statements with scienter, proximately causing Plaintiffs' losses;

3 D. Declare that the Company and Individual Defendants offered and sold  
4 unregistered securities in violation of Sections 5(a), 12(a), and 15 of the Securities  
5 Act;

6 E. Award all actual, general, special, incidental, statutory, rescission,  
7 punitive, and consequential damages and restitution to which Plaintiffs and the  
8 Class members are entitled;

9 F. Award post-judgment interest on such monetary relief;

10 G. Grant appropriate injunctive and/or declaratory relief;

11 H. Award reasonable attorneys' fees and costs; and

12 I. Grant such further relief that this Court deems appropriate.

13 **JURY DEMAND**

14 Plaintiffs, individually and on behalf of the putative Class, demand a trial by  
15 jury on all issues so triable.

16 DATED: May 19, 2022

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26 *Attorneys for Plaintiffs and the Proposed Class*  
27  
28

**CERTIFICATION PURSUANT TO FEDERAL SECURITIES LAWS**

I, Matt Pasquinelli, hereby certify that the following is true and correct to the best of my knowledge information and belief:

1. I have reviewed the complaint in this action and authorize Scott+Scott Attorneys at Law to file it on my behalf.

2. I am willing to serve as a representative party on behalf of all persons and entities that purchased, or otherwise acquired, HUMBL securities.

3. During the relevant period, I purchased and/or sold the security that is the subject of the complaint, as set forth in the attached **Schedule A**.

4. I did not engage in the foregoing transactions at the direction of counsel nor in order to participate in any private action arising under the Securities Act of 1933 (the "Securities Act") or the Securities Exchange Act of 1934 (the "Exchange Act").

5. During the three-year period preceding the date of my signing this Certification, I have not sought to serve, or served, as a representative party or lead plaintiff on behalf of a class in any private action arising under the Securities Act or the Exchange Act.

6. I will not accept any payment for serving as a representative party on behalf of the Class beyond the *pro rata* share of any recovery, except for such reasonable costs and expenses (including lost wages) directly related to the representation of the Class as ordered or approved by the Court.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/18/2022 May, 2022 at Canonsburg, PA (city, state).

DocuSigned by:  
  
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Matt Pasquinelli



**SCHEDULE A****HUMBL SHARES**

Transaction	Date	Shares	Price	Total
BUY	2/3/2021	2,600	\$0.4819	\$1,260.02
BUY	2/4/2021	2,500	\$0.8499	\$2,129.70
BUY	2/4/2021	1,104	\$0.90	\$998.55
BUY	2/4/2021	2,000	\$0.779	\$1,562.95
BUY	2/5/2021	37	\$1.32	\$53.79
BUY	2/5/2021	699	\$1.43	\$1,004.52
BUY	2/5/2021	1,060	\$1.415	\$1,504.85
BUY	2/10/2021	1,050	\$1.38	\$1,453.95
BUY	2/16/2021	1,000	\$1.11	\$1,116.95
BUY	2/17/2021	1,250	\$0.945	\$1,188.20
BUY	3/30/2021	171	\$2.91	\$502.56
BUY	4/12/2021	250	\$2.715	\$678.75

**BLOCK ETX TRANSACTIONS**

Trading Pair	Date	Transaction	Quantity	Price	Price Per Unit
USD-BTC	4/14/2021	MARKET_BUY	0.015886	\$1,003.09	\$63,144.35
BTC-ETH	4/14/2021	MARKET_BUY	0.085841	0.00318086	0.03705518
BTC-ADA	4/14/2021	MARKET_BUY	114.5426	0.00254742	0.00002224
BTC-XTZ	4/14/2021	MARKET_BUY	25.45263	0.00254373	0.00009994
BTC-LINK	4/14/2021	MARKET_BUY	4.478372	0.00255177	0.0005698
BTC-IOTA	4/14/2021	MARKET_BUY	79.8022	0.00256165	0.0000321
BTC-EOS	4/14/2021	MARKET_BUY	22.05762	0.00244479	0.00011583

USD-BTC	4/14/2021	MARKET_BUY	0.007915	\$500.27	\$63,204.62
USD-BTC	4/14/2021	MARKET_BUY	0.012708	\$801.91	\$63,100.44
BTC-ETH	4/14/2021	MARKET_BUY	0.051414	0.00190598	0.0370714
BTC-XLM	4/14/2021	MARKET_BUY	131.2862	0.00126953	0.00000967
BTC-COMP	4/14/2021	MARKET_BUY	0.174615	0.00127322	0.00729158
BTC-EOS	4/14/2021	MARKET_BUY	10.97263	0.00126777	0.00011554
BTC-XTZ	4/14/2021	MARKET_BUY	12.74802	0.00127314	0.00009987
BTC-LTC	4/14/2021	MARKET_BUY	0.15172	0.00063444	0.00418164
BTC-ADA	4/14/2021	MARKET_BUY	28.57104	0.00063627	0.00002227
BTC-LINK	4/14/2021	MARKET_BUY	1.113307	0.00063379	0.00056929
BTC-DGB	4/14/2021	MARKET_BUY	392.2346	0.00063934	0.00000163
USD-BTC	4/14/2021	MARKET_BUY	0.007932	\$500.26	\$63,069.16
USD-BTC	4/14/2021	MARKET_BUY	0.007943	\$500.00	\$62,950.00
USD-BTC	4/14/2021	MARKET_BUY	0.007949	\$500.14	\$62,922.30
BTC-ETH	4/14/2021	MARKET_BUY	0.042979	0.00158946	0.03698254
BTC-ADA	4/14/2021	MARKET_BUY	71.73782	0.00159544	0.00002224
BTC-XTZ	4/14/2021	MARKET_BUY	15.96575	0.00158907	0.00009953
BTC-EOS	4/14/2021	MARKET_BUY	13.75896	0.00158792	0.00011541
BTC-WAVES	4/14/2021	MARKET_BUY	6.724662	0.00158937	0.00023635
USD-BTC	4/15/2021	MARKET_BUY	0.007978	\$500.02	\$62,672.76
BTC-ETH	4/15/2021	MARKET_BUY	0.040962	0.00159587	0.03895991
BTC-ADA	4/15/2021	MARKET_BUY	54.41262	0.0012776	0.00002348
BTC-XTZ	4/15/2021	MARKET_BUY	12.18635	0.00127408	0.00010455
BTC-IOTA	4/15/2021	MARKET_BUY	38.38004	0.00129148	0.00003365
BTC-DGB	4/15/2021	MARKET_BUY	797.825	0.00129247	0.00000162
BTC-EOS	4/15/2021	MARKET_BUY	10.64565	0.0012762	0.00011988
USD-DOGE	4/16/2021	LIMIT_BUY	1017.216	\$379.42	\$0.37
USD-BTC	4/19/2021	MARKET_SELL	0.00277	\$155.93	\$56,287.69
BTC-ETH	4/21/2021	MARKET_BUY	0.090316	0.00394001	0.04362484
BTC-ADA	4/21/2021	MARKET_BUY	139.4546	0.00315167	0.0000226
BTC-XTZ	4/21/2021	MARKET_BUY	15.42591	0.00157359	0.00010201
BTC-DGB	4/21/2021	MARKET_BUY	585.5539	0.00158099	0.0000027
USD-BTC	5/4/2021	MARKET_BUY	0.005495	\$296.40	\$54,139.94
BTC-LTC	5/4/2021	MARKET_BUY	0.243002	0.00137308	0.0056505
BTC-DGB	5/4/2021	MARKET_BUY	542.9684	0.00137913	0.00000254
BTC-LTC	5/4/2021	MARKET_BUY	0.224168	0.001265	0.00564308
BTC-DGB	5/4/2021	MARKET_BUY	498.689	0.00126667	0.00000254
BTC-ETH	5/4/2021	MARKET_BUY	0.017244	0.00105496	0.06117976
BTC-ADA	5/4/2021	MARKET_BUY	44.31555	0.00105515	0.00002381
BTC-XTZ	5/4/2021	MARKET_BUY	10.12198	0.00105531	0.00010426
BTC-EOS	5/4/2021	MARKET_BUY	8.713731	0.00105305	0.00012085
BTC-WAVES	5/4/2021	MARKET_BUY	1.649505	0.00103672	0.00064387
BTC-ADA	5/17/2021	MARKET_SELL	23.43204	0.00108794	0.00004643

BTC-XTZ	5/17/2021	MARKET_BUY	9.080544	0.00108035	0.00011972
BTC-ETH	6/29/2021	MARKET_SELL	0.0252	0.00154444	0.06128779
BTC-IOTA	6/29/2021	MARKET_BUY	30.89097	0.00086216	0.00002791
BTC-EOS	6/29/2021	MARKET_BUY	5.045642	0.00057368	0.0001137
BTC-ADA	6/29/2021	MARKET_SELL	10.329	0.00039714	0.00003845
BTC-XLM	6/29/2021	MARKET_BUY	50.92068	0.00039208	0.0000077
BTC-ETH	6/29/2021	MARKET_SELL	0.016877	0.00102844	0.06093856
BTC-XLM	6/29/2021	MARKET_BUY	50.85455	0.00039107	0.00000769
BTC-DGB	6/29/2021	MARKET_BUY	148.1923	0.00019264	0.0000013
BTC-XTZ	6/29/2021	MARKET_BUY	4.655785	0.00037502	0.00008055
BTC-LTC	6/29/2021	MARKET_BUY	0.017348	0.00006968	0.00401671
BTC-LINK	6/29/2021	MARKET_BUY	0.126369	0.0000697	0.00055156
BTC-EOS	6/29/2021	MARKET_BUY	0.613915	0.0000697	0.00011353
BTC-ADA	6/29/2021	MARKET_SELL	31.7565	0.00122071	0.00003844
BTC-XTZ	6/29/2021	MARKET_BUY	14.13674	0.00113828	0.00008052
BTC-ADA	7/3/2021	MARKET_SELL	18.93584	0.00077902	0.00004114
BTC-IOTA	7/3/2021	MARKET_BUY	17.28744	0.00045811	0.0000265
BTC-XTZ	7/3/2021	MARKET_BUY	3.731078	0.0003209	0.00008601
BTC-ADA	7/3/2021	MARKET_SELL	47.31122	0.00194685	0.00004115
BTC-DGB	7/3/2021	MARKET_BUY	860.8947	0.00114498	0.00000133
BTC-DGB	7/3/2021	MARKET_BUY	241.2857	0.0003209	0.00000133
BTC-XTZ	7/3/2021	MARKET_BUY	6.871178	0.00048451	0.00008604
BTC-LTC	7/3/2021	MARKET_SELL	0.245752	0.00099216	0.00403724
BTC-DGB	7/3/2021	MARKET_SELL	355.3684	0.00046908	0.00000132
BTC-ETH	7/3/2021	MARKET_SELL	0.015429	0.0009884	0.06406027
BTC-DGB	7/3/2021	MARKET_BUY	748.7879	0.00099588	0.00000133
BTC-XTZ	7/3/2021	MARKET_BUY	6.867186	0.00059085	0.00008604
BTC-ETH	7/4/2021	MARKET_SELL	0.012073	0.00078854	0.06531407
BTC-EOS	7/4/2021	MARKET_BUY	2.422664	0.00028207	0.00011643
BTC-DGB	7/4/2021	MARKET_BUY	143.7519	0.00018543	0.00000129
BTC-DGB	7/4/2021	MARKET_SELL	623.3411	0.00079787	0.00000128
BTC-XTZ	7/4/2021	MARKET_BUY	1.783717	0.00015245	0.00008547
BTC-LTC	7/4/2021	MARKET_SELL	0.072476	0.00029294	0.00404188
BTC-IOTA	7/4/2021	MARKET_BUY	3.388327	0.00008707	0.0000257
BTC-DGB	7/4/2021	MARKET_SELL	215.3828	0.00027569	0.00000128
BTC-LTC	7/5/2021	MARKET_SELL	0.026739	0.00010913	0.00408136
BTC-DGB	7/5/2021	MARKET_SELL	83.60769	0.00010785	0.00000129
BTC-ADA	7/7/2021	MARKET_SELL	15.56137	0.00063879	0.00004105
BTC-COMP	7/7/2021	MARKET_SELL	0.063975	0.00087374	0.01365759
BTC-EOS	7/7/2021	MARKET_BUY	2.058316	0.00023365	0.00011352
BTC-XTZ	7/12/2021	MARKET_SELL	4.951887	0.00042011	0.00008484
BTC-ADA	7/12/2021	MARKET_BUY	6.751572	0.0002685	0.00003977
BTC-ETH	7/12/2021	MARKET_BUY	0.002424	0.0001516	0.06253506

BTC-DGB	7/12/2021	MARKET_BUY	41.93496	0.00005157	0.00000123
BTC-XLM	7/16/2021	MARKET_SELL	42.95974	0.0003282	0.00000764
BTC-LINK	7/16/2021	MARKET_BUY	0.260078	0.00012691	0.00048797
BTC-DGB	7/16/2021	MARKET_BUY	63.90984	0.00007796	0.00000122
BTC-LTC	7/16/2021	MARKET_BUY	0.018315	0.00007128	0.00389186
BTC-XTZ	7/16/2021	MARKET_BUY	0.655624	0.00005204	0.00007937
BTC-ETH	7/28/2021	MARKET_SELL	0.010172	0.00058615	0.05762336
BTC-EOS	7/28/2021	MARKET_BUY	6.006251	0.00058783	0.00009787
BTC-ADA	7/28/2021	MARKET_BUY	4.545566	0.00014813	0.00003259
BTC-LINK	8/3/2021	MARKET_SELL	0.269797	0.00015766	0.00058437
BTC-COMP	8/3/2021	MARKET_BUY	0.01554	0.00015819	0.01017969
BTC-ADA	8/3/2021	MARKET_BUY	3.152608	0.00010576	0.00003355
BTC-XLM	8/3/2021	MARKET_BUY	7.424893	0.00005189	0.00000699
BTC-LTC	8/3/2021	MARKET_BUY	0.013462	0.00004821	0.0035813
BTC-ETH	8/6/2021	MARKET_SELL	0.010531	0.00071422	0.06782388
BTC-IOTA	8/6/2021	MARKET_BUY	14.68257	0.00032022	0.00002181
BTC-ADA	8/6/2021	MARKET_BUY	4.949823	0.00016774	0.00003389
BTC-LINK	8/6/2021	MARKET_BUY	0.257745	0.00014812	0.00057468
BTC-EOS	8/6/2021	MARKET_BUY	0.645703	0.00006581	0.00010192
BTC-ADA	8/21/2021	MARKET_SELL	16.03589	0.00079457	0.00004955
BTC-ADA	8/21/2021	MARKET_SELL	20.96961	0.00103904	0.00004955
BTC-ADA	8/21/2021	MARKET_SELL	5.989781	0.00029667	0.00004953
BTC-XTZ	8/21/2021	MARKET_BUY	7.470398	0.00056416	0.00007552
BTC-XTZ	8/21/2021	MARKET_BUY	4.520452	0.00034138	0.00007552
BTC-EOS	8/21/2021	MARKET_BUY	4.220065	0.00046526	0.00011025
BTC-ETH	8/21/2021	MARKET_BUY	0.005403	0.00035916	0.06647123
BTC-COMP	8/21/2021	MARKET_BUY	0.030396	0.00029481	0.00969889
BTC-LINK	8/21/2021	MARKET_BUY	0.343	0.00018546	0.00057813
BTC-XTZ	8/27/2021	MARKET_SELL	8.116561	0.0007929	0.00009769
BTC-ADA	8/27/2021	MARKET_SELL	19.17109	0.00105824	0.0000552
BTC-XTZ	8/27/2021	MARKET_SELL	8.212504	0.00080236	0.0000977
BTC-ADA	8/27/2021	MARKET_SELL	7.108641	0.00039246	0.00005521
BTC-ETH	8/27/2021	MARKET_BUY	0.008579	0.00056586	0.06596035
BTC-EOS	8/27/2021	MARKET_BUY	5.356307	0.00054425	0.00010161
BTC-ETH	8/27/2021	MARKET_BUY	0.00611	0.00040305	0.06596034
BTC-LINK	8/27/2021	MARKET_BUY	0.717161	0.00037333	0.00052057
BTC-IOTA	8/27/2021	MARKET_BUY	13.66881	0.00029442	0.00002154
BTC-IOTA	8/27/2021	MARKET_BUY	14.46994	0.00016376	0.00002154
BTC-XTZ	8/29/2021	MARKET_SELL	4.245214	0.00051541	0.00012141
BTC-XTZ	8/29/2021	MARKET_SELL	5.128167	0.00062276	0.00012144
BTC-IOTA	9/5/2021	MARKET_SELL	15.08688	0.00054886	0.00003638
BTC-EOS	9/5/2021	MARKET_BUY	4.867331	0.00055219	0.00011345
BTC-WAVES	9/9/2021	MARKET_SELL	1.66471	0.00113954	0.00068453

BTC-ADA	9/9/2021	MARKET_BUY	10.76132	0.00057895	0.0000538
BTC-EOS	9/9/2021	MARKET_BUY	5.448749	0.00056225	0.00010319
BTC-XTZ	9/10/2021	MARKET_SELL	4.721005	0.00067231	0.00014241
BTC-ADA	9/10/2021	MARKET_BUY	10.10747	0.0005366	0.00005309
BTC-XTZ	9/11/2021	MARKET_SELL	3.390421	0.00050808	0.00014986
BTC-ETH	9/11/2021	MARKET_BUY	0.007093	0.00051206	0.07219312
BTC-XTZ	9/11/2021	MARKET_SELL	3.483862	0.00050313	0.00014442
BTC-ETH	9/11/2021	MARKET_BUY	0.007015	0.00050746	0.0723367
BTC-XTZ	9/14/2021	MARKET_SELL	3.171718	0.00052828	0.00016656
BTC-XTZ	9/14/2021	MARKET_SELL	3.090123	0.00051506	0.00016668
BTC-ADA	9/14/2021	MARKET_BUY	10.14463	0.00053046	0.00005229
BTC-WAVES	9/14/2021	MARKET_BUY	0.804004	0.00051652	0.00064243
BTC-XTZ	9/24/2021	MARKET_SELL	3.641168	0.0005946	0.0001633
BTC-DGB	9/24/2021	MARKET_BUY	540.8459	0.00059493	0.0000011
BTC-XTZ	9/25/2021	MARKET_SELL	2.963537	0.00051097	0.00017242
BTC-EOS	9/25/2021	MARKET_BUY	5.378983	0.00051148	0.00009509
BTC-XTZ	10/3/2021	MARKET_SELL	3.009479	0.00054904	0.00018244
BTC-XTZ	10/3/2021	MARKET_SELL	3.434017	0.0006265	0.00018244
BTC-EOS	10/3/2021	MARKET_BUY	6.067963	0.00055175	0.00009093
BTC-ADA	10/3/2021	MARKET_BUY	13.36511	0.00062909	0.00004707
BTC-ADA	10/12/2021	MARKET_BUY	21.15186	0.00077542	0.00003666
BTC-ETH	10/20/2021	MARKET_SELL	0.009014	0.00055532	0.06160523
BTC-XTZ	10/20/2021	MARKET_BUY	5.296402	0.00055675	0.00010512
BTC-ETH	10/25/2021	MARKET_SELL	0.008154	0.00054378	0.06669185
BTC-XTZ	10/25/2021	MARKET_BUY	5.222558	0.00054549	0.00010445
BTC-ETH	11/11/2021	MARKET_SELL	0.006991	0.00050478	0.07220395
BTC-ETH	11/11/2021	MARKET_SELL	0.00783	0.00056525	0.07219444
BTC-COMP	11/11/2021	MARKET_BUY	0.097433	0.00050953	0.00522954
BTC-WAVES	11/11/2021	MARKET_BUY	1.530922	0.00056723	0.00037052
BTC-ETH	11/24/2021	MARKET_SELL	0.008629	0.00065305	0.07567681
BTC-ETH	11/24/2021	MARKET_SELL	0.010396	0.00078677	0.07567687
BTC-XTZ	11/24/2021	MARKET_BUY	9.114883	0.00078707	0.00008635
BTC-ADA	11/24/2021	MARKET_BUY	22.07029	0.00065372	0.00002962
BTC-ETH	11/30/2021	MARKET_SELL	0.006534	0.00053129	0.08131123
BTC-ADA	11/30/2021	MARKET_BUY	19.53616	0.00053177	0.00002722
BTC-ETH	12/1/2021	MARKET_SELL	0.007821	0.00064086	0.08194281
BTC-ADA	12/1/2021	MARKET_BUY	23.46696	0.00064416	0.00002745
BTC-ETH	12/6/2021	MARKET_SELL	0.012264	0.00102528	0.08360256
BTC-ADA	12/6/2021	MARKET_BUY	37.72272	0.00102379	0.00002714
BTC-IOTA	1/4/2022	MARKET_SELL	17.41827	0.000501	0.00002874
BTC-DGB	1/4/2022	MARKET_BUY	697.7126	0.000502	0.00000072
BTC-XTZ	1/5/2022	MARKET_SELL	4.735031	0.000531	0.0001122
BTC-DGB	1/5/2022	MARKET_BUY	720.8311	0.000533	0.00000074

BTC-ADA	1/17/2022	MARKET_SELL	20.72796	0.000748	0.00003608
BTC-ETH	1/17/2022	MARKET_BUY	0.009805	0.000749	0.07639265
BTC-ADA	1/22/2022	MARKET_SELL	20.8001	0.0006	0.00002887
BTC-WAVES	1/22/2022	MARKET_BUY	2.407675	0.0006	0.00024915

**CERTIFICATION PURSUANT TO FEDERAL SECURITIES LAWS**

I, Bryan Paysen, hereby certify that the following is true and correct to the best of my knowledge information and belief:

1. I have reviewed the complaint in this action and authorize Scott+Scott Attorneys at Law to file it on my behalf.

2. I am willing to serve as a representative party on behalf of all persons and entities that purchased, or otherwise acquired, HUMBL securities.

3. During the relevant period, I purchased and/or sold the security that is the subject of the complaint, as set forth in the attached **Schedule A**.


4. I did not engage in the foregoing transactions at the direction of counsel nor in order to participate in any private action arising under the Securities Act of 1933 (the "Securities Act") or the Securities Exchange Act of 1934 (the "Exchange Act").

5. During the three-year period preceding the date of my signing this Certification, I have not sought to serve, or served, as a representative party or lead plaintiff on behalf of a class in any private action arising under the Securities Act or the Exchange Act.

6. I will not accept any payment for serving as a representative party on behalf of the Class beyond the *pro rata* share of any recovery, except for such reasonable costs and expenses (including lost wages) directly related to the representation of the Class as ordered or approved by the Court.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 19<sup>th</sup> May, 2022 at Round Rock, TX

DocuSigned by:  
  
013EDE8D69EA4EF...  
Bryan Paysen



**SCHEDULE A**

<b><u>TRANSACTION</u></b>	<b><u>DATE</u></b>	<b><u>SHARES</u></b>	<b><u>TOTAL</u></b>
Buy	11/30/2020	25	\$3.75
Buy	11/30/2020	103	\$15.45
Buy	11/30/2020	250	\$37.50
Buy	11/30/2020	3,847	\$577.05
Buy	11/30/2020	5,000	\$750
Buy	11/30/2020	8,000	\$1,200
Buy	11/30/2020	12,000	\$1,800
Buy	11/30/2020	32,975	\$4,946.25
Buy	11/30/2020	50,000	\$7,500
Buy	11/30/2020	50,000	\$7,500
Buy	11/30/2020	87,800	\$13,170
Buy	11/30/2020	20,000	\$3,780
Buy	11/30/2020	58,600	\$11,075.40
Buy	11/30/2020	80,000	\$15,120
Buy	11/30/2020	91,400	\$17,274.60
Buy	11/30/2020	2,000	\$1,512.40
Buy	11/30/2020	4,250	\$3,213.85
Buy	12/1/2020	10,000	\$1,800
Buy	12/1/2020	11,361	\$2,044.98
Buy	12/1/2020	13,639	\$2,455.02
Buy	12/1/2020	15,000	\$2,700
Buy	12/1/2020	50,000	\$9,000
Buy	12/1/2020	50,000	\$9,000

Buy	12/2/2020	700	\$350
Buy	12/2/2020	721.25	\$358.61
Buy	12/2/2020	3,893.75	\$1,946.88
Buy	12/2/2020	7,185	\$3,572.38
Sell	12/3/2020	400,000	\$61,898.88
Sell	12/3/2020	20,000	\$2,799.94
Sell	12/3/2020	58,600	\$8,203.82
Sell	12/3/2020	80,000	\$11,199.75
Sell	12/3/2020	91,400	\$12,795.72
Buy	12/7/2020	12,500	\$14,445.90
Buy	12/9/2020	617.25	\$567.87
Buy	12/9/2020	632.75	\$582.13
Buy	12/9/2020	1,000	\$960
Buy	12/9/2020	1,250	\$1,150
Buy	12/9/2020	5,542	\$5,320.32
Buy	12/9/2020	5,958	\$5,719.68
Buy	12/9/2020	10,000	\$9,200
Buy	12/10/2020	12,500	\$11,000
Buy	12/16/2020	350	\$122.78
Buy	12/16/2020	900	\$315.59
Buy	12/16/2020	6,250	\$2,203.50
Buy	12/16/2020	6,250	\$2,500
Buy	12/16/2020	8,750	\$3,067.75
Buy	12/16/2020	34	\$15.35
Buy	12/18/2020	5,000	\$2,258
Buy	12/18/2020	7,341	\$3,315.20

Buy	12/28/2020	6,250	\$5,200
Buy	1/26/2021	660	\$1,108.54
Buy	1/26/2021	3,000	\$5,038.80
Buy	1/27/2021	2,437.50	\$3,794.70
Buy	1/28/2021	13	\$19.05
Buy	1/28/2021	40	\$65.85
Buy	1/28/2021	32	\$46.89
Buy	1/28/2021	50	\$73.26
Buy	1/28/2021	87	\$127.47
Buy	1/28/2021	100	\$146.52
Buy	1/28/2021	100	\$146.52
Buy	1/28/2021	100	\$146.52
Buy	1/28/2021	156	\$228.57
Buy	1/28/2021	159	\$232.97
Buy	1/28/2021	200	\$293.04
Buy	1/28/2021	268	\$392.67
Buy	1/28/2021	324.5	\$475.46
Buy	1/28/2021	357	\$523.08
Buy	1/28/2021	466	\$682.78
Buy	2/10/21	1,022.5	\$5,317
Buy	2/11/2021	250	\$1,340
Buy	2/12/2021	118.75	\$615.13
Buy	2/22/2021	906.25	\$4,158.86
Buy	2/22/2021	1.5	\$7.05
Buy	2/23/2021	20	\$80.40
Buy	2/25/2021	205	\$848.70

Buy	3/2/2021	75	\$341.55
Buy	3/10/2021	575	\$1,850.35
Buy	3/2/2021	3,961	\$17,182.82
Buy	3/26/2021	2,225	\$8,099
Buy	5/5/2021	9	\$12.83
Buy	5/21/2021	5	\$4.18
Buy	5/21/2021	20	\$18.79
Buy	5/21/2021	25	\$23.45
Buy	6/22/2021	100	\$117.35
Buy	6/22/2021	450	\$528.75
Buy	8/18/2021	1,000	\$751.85
Buy	8/20/2021	300	\$236.88
Buy	8/30/2021	700	\$621.60
Buy	8/30/2021	1,000	\$893
Buy	8/30/2021	2,000	\$1,786
Buy	8/30/2021	2,856	\$2,439.02
Buy	8/31/2021	5,000	\$4,125
Buy	9/2/2021	700	\$575.05
Buy	9/2/2021	1,444	\$1,188.41
Buy	9/3/2021	1,090	\$1,019.15
Buy	9/3/2021	8,910	\$8,330.85
Buy	9/17/2021	357	\$310.16
Buy	9/17/2021	4,143	\$3,599.85
Sell	10/21/2021	102,234	\$66,452.20
Sell	10/21//2021	9,910	\$6,465.47
Sell	10/21/2021	54,500	\$35,441.17